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JAMES A. HARTMAN, P.A.

ATTORNEYS AT LAW  
A PROFESSIONAL ASSOCIATION

December 3, 1996

Florida Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

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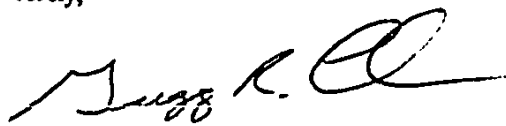
Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for Nova Financial Services of the Midwest, Inc. and a check in the amount of \$131.25. Said fee shall cover the following:

- a. Filing Articles of Incorporation;
- b. Certified copy of articles;
- c. Certificate of Good Standing.

If any further information is required I may be reached at the number listed below.

Sincerely,



Gregg R. Lehrer, Esq.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
NOVA FINANCIAL SERVICES OF THE MIDWEST, INC.

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96 DEC 12 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - CORPORATE NAME

The name of the Corporation is:

Nova Financial Services of the Midwest, Incorporated

The principal place of business of this Corporation is:

24 South Orange Ave., Suite 201

Orlando, Florida 32801

ARTICLE II - DURATION

This Corporation shall exist perpetually unless dissolved under Florida law.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue Seventy Five Hundred shares (7500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

The Corporation shall offer its shareholders full preemptive

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent and the name of the Initial Registered Agent at that office is:

James A. Hartman, P.A.

Attn: James A. Hartman, Esq.

400 East South Street, Suite 200

Orlando, Florida 32801

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Board of Directors shall consist of two (2) members. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be fewer than three (3).

The Directors shall be as follows:

Thomas Wallace 24 South Orange Ave., Suite 201

Orlando, Florida 32801

James A. Hartman 400 East South Street, Suite 200

Orlando, FL 32801

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator who will sign these Articles is:

James A. Hartman

24 South Orange Ave., Suite 201

Orlando, Florida 32801

ARTICLE IX - OFFICERS

Chief Executive Officer - James A. Hartman

Chief Operating Officer - Thomas Wallace

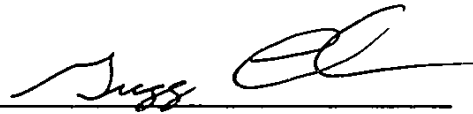
Secretary/Treasurer - Patrick Burns

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 2nd day, of December 1996.

STATE OF FLORIDA

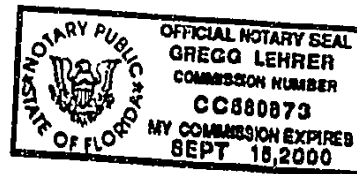
COUNTY OF ORANGE

THE FOREGOING instrument was acknowledged and sworn to before me  
this 2nd day of December 1996, by James A.  
Hartman, who is personally known to me or who has produced a  
Florida Driver's License as identification and who did( ), did not  
(X) take an oath.



Notary Public *Gregg Lehrer*  
State of Florida at Large

My commission expires



CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

Nova Financial Services Of The Midwest, Inc.

2. The name and address of the registered agent/registered office is:

James A. Hartman

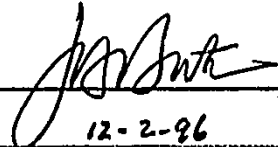
400 East South Street, Suite 200

Orlando, Florida 32801

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND OBLIGATIONS OF FLORIDA STATUTE SECTION 607.0501.

Signature

Date:

  
12-2-96

FILED  
96 DEC 12 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA